

Matthew D. Novello (P63269)  
MCALPINE & ASSOCIATES, P.C.  
3201 University Drive, Suite 100  
Auburn Hills, MI 48326  
Ph: (248) 373-3700  
Fax: (248) 373-3708  
[mdnovello@mcaldpinelawfirm.com](mailto:mdnovello@mcaldpinelawfirm.com)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

MOTORS LIQUIDATION COMPANY,  
et. al, f/k/a GENERAL MOTORS CORP,  
*et al.*,

Debtor.

Bankruptcy Case No. 09-50026 (REG)  
Honorable Robert E. Gerber  
Chapter 11  
Jointly Administered

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**NOTICE OF WITHDRAWAL OF LIMITED OBJECTION TO NOTICE OF (I)  
DEBTORS' INTENT TO ASSUME AND ASSIGN CERTAIN EXECUTORY  
CONTRACTS, UNEXPIRED LEASES OF PERSONAL PROPERTY, AND  
UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY AND (II)  
CURE AMOUNTS RELATED THERETO  
[Docket No. 1838]**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Brencal Contractors, Inc. ("Brencal"), by and through its undersigned counsel  
McAlpine & Associates, P.C., hereby gives notice of withdrawal of its limited objection  
to *Notice of (i) Debtors' Intent to Assume and Assign Certain Executory Contracts,*  
*Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real*  
*Property and (ii) Cure Amounts Related Thereto* ("Notice"), and respectfully states as  
follows:

1. Brencal filed its limited objection to the Notice which appears as Docket No. 1838 on this Court's Docket.
2. Brencal and the Debtors have negotiated in good faith and have resolved all issues.
3. Brencal has executed and delivered to Debtors confidential letter agreements (the "Letter Agreements"), as well as other consideration and payment representations that will be issued to Brencal, reflecting the resolution of the cure issues.
4. Based upon the understandings set forth in the Letter Agreements and other representations made by Debtor that payment will be made to Brencal through normal invoicing procedures, Brencal hereby withdraws its objection to the Notice.

Dated: August 20, 2009

Respectfully submitted,

/s/ Matthew D. Novello (P63269)  
**MCALPINE & ASSOCIATES, P.C.**  
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Auburn Hills, MI 48326  
(248) 373-3700  
[mdnovello@mcaldpinelawfirm.com](mailto:mdnovello@mcaldpinelawfirm.com)

ECF Certificate of Service

I hereby certify that on August 20, 2009, I electronically filed the above document with the Clerk of the Court using the ECF system which will send notification of such filing to: attorneys of record.

By /s/ Matthew D. Novello  
McAlpine & Associates, P.C.  
3201 University Drive, Suite 100  
Auburn Hills, Michigan 48326-2361  
(248) 373-3700  
[mdnovello@mcaldpinelawfirm.com](mailto:mdnovello@mcaldpinelawfirm.com)